



NORTH AMERICAN CAR CORPORATION

222 SOUTH RIVERSIDE PLAZA • CHICAGO, ILLINOIS 60606 U.S.A. • (312) 648-4000 • TELEX 255222

9-354A020

No.

Date **DEC 20 1979**

Fee \$ **10.00**

ICC Washington, D. C.

December 19, 1979

RECORDATION NO. **9506-#** Filed 1425

DEC 20 1979 - 10 25 AM

INTERSTATE COMMERCE COMMISSION

Secretary
Interstate Commerce Commission
Washington, DC 20423

RE: Section 11303 Filing: Supplement dated as of December 18, 1979 ("Supplement"), to Equipment Mortgage and Assignment of Leases dated as of December 30, 1977 (the "Mortgage") from North American Car Corporation, 222 South Riverside Plaza, Chicago, Illinois ("Mortgagor"), in favor of First National Bank, as Agent for itself and certain other Banks (the "Mortgagee"). The Mortgage was Recorded with the Interstate Commerce Commission on July 10, 1978, as Document No. 9506.

Dear Mr. Secretary:

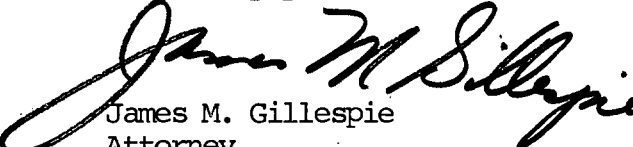
Enclosed for recording under Section 11303 of the Interstate Commerce Act are executed counterparts of the above Supplement. Under the Mortgage, the Mortgagor, mortgage to the Mortgagee the railcars described on each supplement to the Mortgage, together with certain rights to, and leases of, those railcars described on the Supplement to the Mortgage.

Also enclosed is a check, payable to the Interstate Commerce Commission, in the amount of \$10 as the recording fee for the Release.

Pursuant to the Commission's rules and regulations for the recording of certain documents under Section 11303 of the Interstate Commerce Act, you are hereby requested to duly file two of the enclosed counterparts for record in your office and to return the remaining copies, together with the Secretary's Certificate of Recording, to the messenger making this delivery.

If you have any questions, please contact me.

Very truly yours,


James M. Gillespie
Attorney

dlg
enclosures

Counterpart - Clyde E. Schuler

Interstate Commerce Commission
Washington, D.C. 20420

OFFICE OF THE SECRETARY

James M. Gillespie
North American Car Corporation
222 South Riverside Plaza
Chicago, Illinois 60606

Dear

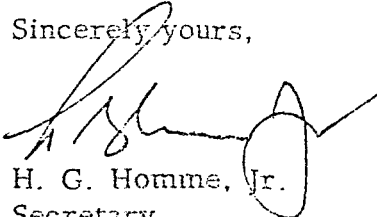
Sir:

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C.

11303, on 12/20/79 at 10:25AM, and assigned re-
cordation number(s).

9506-H

Sincerely yours,


H. G. Homme, Jr.
Secretary

Enclosure(s)

SE-30
(3/79)

RECORDATION NO. 9506-H Filed 11/22/79

DEC 20 1979

INTERSTATE COMMERCE

SUPPLEMENT TO EQUIPMENT MORTGAGE AND ASSIGNMENT OF LEASES

This Supplement to Mortgage and Assignment of Leases (the "Supplement") is issued pursuant to and is governed by the terms and provisions of that certain Equipment Mortgage and Assignment of Leases dated as of December 30, 1977, between North American Car Corporation (the "Borrower") and The First National Bank of Chicago, as Agent for the Banks entitled to the benefit of said Mortgage, which Mortgage was filed under former Section 20c (now Section 11303) of the Interstate Commerce Act on July 10, 1978 at 11:50 AM as document number 9506.

The Borrower does hereby pledge, mortgage and grant a security interest in favor of the Agent in and to the railroad cars described in the Schedule attached hereto.

The Borrower does hereby pledge, mortgage, assign and grant a security interest in favor of the Agent in and to all its right, title and interest under the leases of the equipment described in the Schedule attached hereto.

Executed this 18th day of December, 1979.

NORTH AMERICAN CAR CORPORATION

By J. Harrison
Vice President
CH

(Seal)
ATTEST:

James M. Sillescu

STATE OF ILLINOIS)
COUNTY OF COOK) SS

On this 18th day of December, 1979 before me personally appeared John A. Harrison, to me personally known, who being by me duly sworn says that he is the Vice President of North American Car Corporation, that the seal affixed to the foregoing instrument is the corporate seal of said Corporation, that said instrument was signed and sealed on behalf of said Corporation by authority of its Board Of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said Corporation.

Debra A. Kelly
Notary Public

(Seal)
My Commission Expires:

2/23/83

SCHEDULE

To be attached to and to become a part of that certain Supplement to Equipment Mortgage and Assignment of Leases by and between North American Car Corporation (the "Borrower") and The First National Bank of Chicago, as Agent pursuant to the terms of an Equipment Mortgage and Assignment of Leases dated as of December 30, 1977.

<u>Description of Equipment and Leases Subject to Mortgage</u>	<u>Description of Equipment (by Car Number)</u>	<u>Name of Lessee (if any)</u>	<u>Date of Lease</u>
Class LO, 100 Ton, 2,917 Cu. Ft. Hopper Cars	36257-36316	Grupo Vidriera	9-79
Class LO, 100 Ton, 5,750 Cu. Ft. Hopper Cars	59186-59188	Witco Chemical Corp.	12-79
Same as Above	59207-59209	Silflo Inc.	12-79
Same as Above	59211-59221	Witco Chemical Corp.	12-79
Same as Above	59250-59251	Eagle Picher Ind. Inc.	11-79
Same as Above	59340	Hamilton Elevators	10-79
Same as Above	59361-59368	United Catalyst, Inc.	10-79
Same as Above	59369-59372	Goldsmith & Eggleton Inc.	10-79
Class 111A100W3, 100 Ton 20,700 Gallon Capacity Tank Car	72611	Southwest By-Products	10-79
Class 111A100W3, 100 Ton, 23,700 Gallon Capacity Tank Cars	77206-77210	Mex-Trading	9-79
Same as Above	77221-77235	West Texas Energy Co.	11-79
Same as Above	77236-77250	Reese Enterprises Inc.	12-79
Same as Above	77261-77270	West Texas Energy Co.	12-79
Class LO, 100 Ton, 3,000 Cu. Ft. Hopper Cars	93971-93972	Gulfco Inc.	9-79
Same as Above	94081-94092	Federal White Cement Ltd.	12-79
Same as Above	94093-94112	Pennwalt Corp.	12-79
Same as Above	94118, 94119	Wescon Products Ltd.	12-79

<u>Description of Equipment and Leases Subject to Mortgage</u>	<u>Description of Equipment (by Car Number)</u>	<u>Name of Lessee (if any)</u>	<u>Date of Lease</u>
Class LO, 100 Ton, 4,000 Cu. Ft. Hopper Cars	390164-390171	Airco Inc.	10-79
Class LO, 100 Ton, 4,750 Cu. Ft. Hopper Cars	481875-482049	Benson Quinn	11-79
Same as Above	482115-482117	Farm Feeds	7-79
Same as Above	482145-482149	Perry Grain Co.	12-79
Same as Above	482162	Haas Farms	12-79
Same as Above	482182-482191	Axtell Coop. Grain Co./ Farm Feeds	12-79
Same as Above	482580-482598	Jarrett Ranches	12-79

Debtor: North American Car Corporation
222 South Riverside Plaza
Chicago, Illinois 60606

Secured Party: The First National Bank of Chicago
as Agent for the parties named on
Exhibit A hereto
One First National Plaza
Chicago, Illinois 60670

Description of Collateral:

All right, title and interest of the Debtor in, to and under the following leases, and the equipment covered thereby and the proceeds (including insurance proceeds) thereof, and all repossessed and returned goods relating thereto:

<u>Name of Lessee</u>	<u>Date of Lease</u>	<u>Description of Railroad Car</u>
Grupo Vidriera	9-79	Class LO, 100 Ton, 2,917 Cu. Ft. Hopper Cars
Witco Chemical Corp.	12-79	Class LO, 100 Ton, 5,750 Cu. Ft. Hopper Cars
Silflo Inc.	12-79	Same as Above
Witco Chemical Corp.	12-79	Same as Above
Eagle Picher Ind. Inc.	11-79	Same as Above
Hamilton Elevators	10-79	Same as Above
United Catalyst, Inc.	10-79	Same as Above
Goldsmith & Eggleton Inc.	10-79	Same as Above
Southwest By-Products	10-79	Class 111A100W3, 100 Ton, 20,700 Gallon Capacity Tank Car
Mex-Trading	9-79	Class 111A100W3, 100 Ton, 23,700 Gallon Capacity Tank Cars
West Texas Energy Co.	11-79	Same as Above
Reese Enterprises Inc.	12-79	Same as Above
West Texas Energy Co.	12-79	Same as Above
Gulfco Inc.	9-79	Class LO, 100 Ton, 3,000 Cu. Ft. Hopper Cars

<u>Name of Lessee</u>	<u>Date of Lease</u>	<u>Description of Railroad Car</u>
Federal White Cement Ltd.	12-79	Same as Above
Pennwalt Corp.	12-79	Same as Above
Wescon Products Ltd.	12-79	Same as Above
Airco Inc.	10-79	Class LO, 100 Ton, 4,000 Cu. Ft. Hopper Cars
Benson Quinn	11-79	Class LO, 100 Ton, 4,750 Cu. Ft. Hopper Cars
Farm Feeds	7-79	Same as Above
Perry Grain Co.	12-79	Same as Above
Haas Farms	12-79	Same as Above
Axtell Coop. Grain Co./ Farm Feeds	12-79	Same as Above
Jarrett Ranches	12-79	Same as Above